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**LATHAM & WATKINS** LLP

September 17, 2014

**VIA ECFS**

Marlene H. Dortch  
Secretary  
Federal Communications Commission  
445 12th Street, S.W.  
Washington, D.C. 20554

**Re: Response of Time Warner Cable Inc. to the Commission's Information and Data Request, *Applications of Comcast Corp. and Time Warner Cable Inc. for Consent to Transfer Control of Licenses and Authorizations*, MB Docket No. 14-57**

Dear Ms. Dortch,

Time Warner Cable Inc. ("TWC") hereby submits its first supplemental response to the Commission's Information and Data Request, dated August 21, 2014 (the "Request"). Pursuant to the Joint Protective Order,<sup>1</sup> the contents of this supplemental response have been fully redacted and are not available for public inspection. A Highly Confidential version of this document production is being filed simultaneously under separate cover and will be made available for inspection pursuant to the terms of the Protective Order.

The attached document submission responds to the Request as clarified by previously disclosed discussions between representatives of TWC and Commission. Based on these discussions, Commission staff and TWC agreed to certain modifications and understandings of the Requests and accompanying Instructions, subject to the Commission's ability to request additional information as it may deem necessary. These modifications and understandings are reflected in the pertinent documents and include the following:

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<sup>1</sup> *Applications of Comcast Corp. and Time Warner Cable Inc. for Consent to Assign or Transfer Control of Licenses and Authorizations*, MB Docket No. 14-57, Joint Protective Order, 29 FCC Rcd. 2688 (Apr. 4, 2014).

- Instructions 1 and 11 - The relevant time period for the documents that will be submitted in response to the Request is January 1, 2012, through April 30, 2014, with the exceptions of (1) Requests 15, 23(c), 28, 34, and 38, which are limited to the time frame produced to the Department of Justice (“DOJ”), and (2) Requests 41, 50, 53, 54, 56, 57, 59, and 61(d), which will go back to January 1, 2009. TWC will also submit all ordinary course documents provided in response to the DOJ inquiry that were created after April 30, 2014. TWC’s refresh obligations are deferred in relation to all document requests;
- Instruction 6 – TWC will be reviewing and producing documents from the custodians outlined in the letter from Matt Brill to Marlene Dortch, dated July 16, 2014;
- Instruction 12 – TWC will provide a single placeholder page for every document that is withheld on the basis of privilege that is also part of a family that contains non-privileged documents. Privileged documents that are standalone or part of an entire withheld family will not have placeholders in the production but will be included on the privilege log subject to the applicable exceptions, and no metadata will be provided for them beyond the information included on the privilege log. Furthermore, each document on the privilege log will be assigned a unique control number. TWC will not be required to include a range for each document on any placeholder page. Redacted material is identified on the produced version of the documents and not on the privilege log itself;
- Instruction 13 (h)/(i) – TWC is not required to identify the number of the request(s) to which a document in its privilege log is responsive. TWC will provide document control numbers in its privilege log for produced attachments to a privileged document;
- Instruction 14 - For each document withheld under a claim that it constitutes or contains attorney work product, TWC’s requirement to identify the anticipated litigation or trial upon which the assertion is based will be deferred. The requirement to submit a hard copy privilege log is also deferred;
- Instruction for Electronic Production 1.B.1. & 4 - TWC is not required to include the filename on placeholder images. These fields will instead be included in the DAT file being submitted with the production;
- Instruction for Electronic Production 1.B.2. - TWC will produce presentations as natives as well as in image format containing slides with notes;
- Instruction for Electronic Production 1.B.7. - TWC will process all documents contained within an archival file type. The archival file type (e.g., ZIP file) will not be the parent document for all documents contained within the archival file type. Familial relationships will be determined based on the individual files

within the archival file type. For example, three Word files within a ZIP file will not be grouped together as a family only because they were in the same ZIP file. If the ZIP file contains an email with a word file attachment, however, then those two documents will have a familial relationship with the email being the parent document and the attachment being the child document. The original archive file type will be identified in the FilePath field;

- Instruction for Electronic Production 3 - TWC will not be required to include a custodian identifier in the Bates number applied to each page of FCC-specific productions. Instead, the Bates number will lead with Company identifier ("TWC"), followed by the Government identifier ("FCC"), and conclude with a numerical identifier. Custodian identification information will be provided in the metadata for each document;
- Instruction for Electronic Production 5 – TWC will not be required to provide a sample production;
- Metadata Table of Requested Fields – SPEC# TWC is not required to identify the number of the request(s) to which a document is responsive;
- Metadata Table of Requested Fields – HASHSHA – TWC will use the MD5 hash process. Accordingly, this field will be provided but left blank;
- Metadata Table of Requested Fields – FOLDERLABEL - TWC is providing copies of every folder or binder associated with hard copy documents rather than manually populating the "FolderLabel" field. Additionally, TWC will provide custodian information for every hard copy document;
- Metadata Table of Requested Fields – DATE\_HC – At this time, TWC is not required to manually enter dates of hard copy documents. Accordingly, this field will be provided but left blank. Commission staff has reserved the right to retract or modify this understanding going forward;
- Metadata Table of Requested Fields – DOCDATE – TWC will populate the DocDate as follows:
  - Email – Sent Date
  - Calendar – Event Start Date
  - Contact – <Blank>
  - All other electronic documents – LastMod Date; and

- Metadata Table of Requested Fields – HEADER - TWC is including header information for emails sent over the internet in a “Received” metadata field, which it will use instead of a separate “Header” field.

TWC has made diligent efforts to ensure that none of the documents it is submitting herewith are privileged under the attorney-client privilege or attorney work product doctrine. To the extent that any privileged documents may have been inadvertently produced, such production does not constitute a waiver of any applicable privilege. TWC requests that any privileged documents inadvertently produced be returned to TWC as soon as such inadvertent production is discovered by any party, and reserves all rights to seek the return of any such documents.

Please contact the undersigned should you have any questions.

Respectfully submitted,

*/s/ Matthew A. Brill*

Matthew A. Brill  
of LATHAM & WATKINS LLP  
*Counsel for Time Warner Cable Inc.*

cc: Joel Rabinovitz